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April 27, 2016

VIA E-FILING

Cynthia T. Brown
Chief of the Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

Re: Finance Docket No. 32760 (Sub-No. 46)
BNSF Railway Company – Terminal Trackage Rights – The Kansas City Southern
Railway Company And Union Pacific Railroad Company

Dear Ms. Brown:

On April 7, 2016, BNSF Railway Company ("BNSF") requested for a second time that the Board hold oral argument in this proceeding. BNSF did not set forth any justification for its request. The Kansas City Southern Railway Company ("KCS") respectfully suggests that Board should deny BNSF's unsupported request.

BNSF previously requested oral argument on November 3, 2015 as BNSF's preferred alternative to Union Pacific Railroad Company's proposal for the submission of final briefs. The Board, however, chose submission of briefs as the best way at that time to complete the record in this proceeding. All parties submitted briefs on December 30, pursuant to the Board's November 30, 2015 decision.

BNSF has not pointed to anything further to be said or developed through holding oral argument that hasn't already been set forth in the record or those final briefs. BNSF's April 7 letter does not even attempt to establish that the record is insufficient so as to justify oral argument. Accordingly, based on Board precedent, BNSF's request for oral argument should be denied. See Honey Creek Railroad, Inc. – Petition For Declaratory; Honey Creek Railroad, Inc. – Abandonment Exemption – In Henry County, IN, FD 34869, AB-865X (STB served June 4, 2008)(denying oral argument request because the record was already extensive and contained the information needed to rule on the questions before the Board); Kaw River Railroad, Inc. – Acquisition And Operation Exemption – The Kansas City Southern Railway Company, FD 34509 (STB served May 3,

2005)(denying request for oral argument because it would be unlikely to yield additional relevant information). Accord Rapid City, Pierre & Eastern Railroad, Inc. – Acquisition And Operation Exemption – Dakota, Minnesota & Eastern Railroad Corporation, Genesee & Wyoming Inc. – Continuance In Control Exemption – Rapid City, Pierre & Eastern Railroad, Inc., FD 35799, FD 35800 (STB served May 14, 2015)(denying request for oral argument because the record was already sufficient); Canadian National Railway Company And Grand Trunk Corporation – Control – EJ&E West Company, FD 35087 (Sub-No. 8) (STB served May 15, 2015)(denying request for oral argument because the record was already sufficient).

Oral argument would further delay a Board decision. Throughout this proceeding, and even in its April 7 letter, BNSF has complained about the length of time this proceeding has taken. That BNSF would now, more than 3 months after the close of the record, seek further delay without any justification is puzzling.

If the Board determines that oral argument is necessary, KCS will, of course, be prepared to participate fully. However, BNSF has not shown or even claimed that the record is insufficient. Holding oral argument would simply add further cost and delay, and raise potential further disputes about the record. Consistent with precedent, the Board should deny BNSF's request.

Sincerely,



William A. Mullins

cc: Parties of Record